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*Mary Louise Garcia*

PGS 6 \$36.00

Mary Louise Garcia

Submitter: SIMPLIFILE

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## **AMENDMENT OF OIL AND GAS LEASE (NO SURFACE USE)**

Electronically Recorded  
Chesapeake Operating, Inc.

**STATE OF TEXAS           §   10587836**  
                                      §   **KNOW ALL MEN BY THESE PRESENTS:**  
**COUNTY OF TARRANT   §**

**WHEREAS**, an Oil and Gas Lease (No Surface Use) effective on September 7, 2007, and Memorandum of which is filed in the Official Public Records of Tarrant County, Texas, as document number D207379536, (the "Lease"), was executed by and between **William K Gordon III ("Lessor")** in favor of **Four Sevens Resources Company, Ltd.**, who subsequently conveyed all right, title and interest to the Lease in an assignment dated on July 1, 2007, to Chesapeake Exploration Limited Partnership, whose successor in interest is **Chesapeake Exploration, L.L.C. ("Lessee")**.

**See "Exhibit A" attached hereto for a description of the leased premises**

**WHEREAS**, since the execution and delivery of the Lease, it has been discovered that the pooling provision (Paragraph 6) of said Lease is inadequate for the benefit of both parties, and thus, the Lessor and Lessee desire to amend the pooling provision of the Lease in order to more effectively develop the lands contained with the hereinabove described Lease;

**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and confessed, Lessor and Lessee do hereby delete the first sentence of Paragraph 6 of the Lease and replace it with the following two new sentences at the beginning of Paragraph 6:

Notwithstanding anything herein to the contrary, Lessee shall pool all (and not a portion of) of the Leased Premises into one (1) pooled unit for gas production that includes the lands included in the pooled unit depicted on Exhibit "B" hereto; such pooled unit may never exceed six hundred and forty (640) acres, plus a tolerance of 10%, in surface area. In the event Lessee seeks to pool a portion of the Leased Premises into a pooled unit for oil production, such unit shall not exceed forty (40) acres, plus a tolerance of 10%, in surface area.

In addition, Lessor and Lessee agree that Exhibit "B" attached to this Amendment of Oil and Gas Lease (No Surface Use) shall be considered to be attached to the Lease as Exhibit "B" and shall be incorporated into the Lease as Exhibit "B" thereto.

The Lessor does by these presents ratify, confirm and adopt the Lease and the addendum thereto as amended hereby, and do further grant, let, lease and demise unto the Lessee all of the land described therein, together with all rights thereunder, under the same terms and conditions contained in the original lease, except as herein amended.

Executed by each party on the date set forth in their respective acknowledgments below,  
but effective for all purposes as of September 7, 2007.

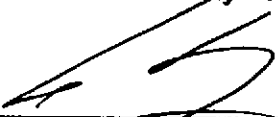
**Lessor:**

**William K Gordon III**

By:   
William K. Gordon III

**Lessee:**

**Chesapeake Exploration, L.L.C.**  
**An Oklahoma Limited Liability Company**

By:   
Henry J. Hood, Sr. Vice President – Land and  
Legal & General Counsel

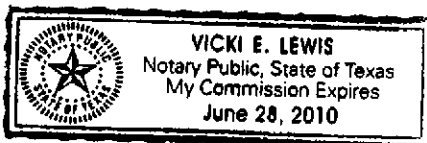
**ACKNOWLEDGMENT**

STATE TEXAS \_\_\_\_\_ )

COUNTY OF Dallas )

On this 14 day of November, 2008 before me, a Notary Public in and for said County and State, personally appeared **William K Gordon III**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity and that by his signature on the instrument in person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



(SEAL)

Vicki E. Lewis  
Notary Public

**ACKNOWLEDGMENT**

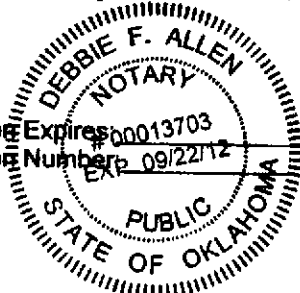
STATE OF OKLAHOMA \_\_\_\_\_

COUNTY OF OKLAHOMA \_\_\_\_\_

Before me, the undersigned, a Notary Public in and for said County and State, on this 7th day of December, 2008, personally appeared Henry J. Hood, Senior Vice President - Land and Legal & General Counsel for **Chesapeake Exploration L.L.C.**, an Oklahoma limited partnership, to me known to be the identical person who subscribed the name of the maker thereof to the foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Given under my hand and seal the day and year last above written.

My Commission Expires 00013703  
My Commission Number 09/22/12



Debbie F. Allen  
Notary Public

THE STATE OF TEXAS     §  
                                     §  
COUNTY OF TARRANT   §

EXHIBIT "A"

Attached to and made a part of that certain Amendment of Oil, Gas and Mineral Lease dated September 7<sup>th</sup>, 2007, between **William K Gordon III**, as Lessor, and **Chesapeake Exploration, L.L.C.** as Lessee.

DESCRIPTION

An undivided 45% Interest in 7.621 acres of land, more or less, out of Block 36, and a portion of Block 37, of the Rivercrest Addition, in the City of Fort Worth, Tarrant County, Texas, being that same land described as 7.86 acres, save and except 0.239 acres, in a Special Warranty Deed, dated December 20, 2005 from JPMorgan Chase Bank, N.A., Trustee of the Descendant's Separate Trust FBO William K Gordon, to, William K Gordon, III, and being recorded in Document Number D205379725, in the Official Public Records, Tarrant County, Texas, said land being more particularly described in a Plat dated June 10, 1911, and recorded Volume 310, Page 91, in the Official Public Records, Tarrant County, Texas.

THE STATE OF TEXAS     §  
                                     §  
COUNTY OF TARRANT   §

EXHIBIT "B"

Attached to and made a part of that certain Amendment of Oil and Gas Lease (No Surface Use), dated September 7<sup>th</sup>, 2007, between **William K Gordon III**, as Lessor, and **Chesapeake Exploration, L.L.C.** as Lessee.

*[attach plat of the Rivercrest No. S3H unit]*

